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200 WORLD CENTER BUILDING

918 SIXTEENTH STREET, N.W.

WASHINGTON, D.C.

20006-2973

(202) 393-2266 RECORDATION NO.

16664

OF COUNSEL URBAN A LESTER

CABLE ADDRESS ALVORD

TELEX HED 1425 440367 A AND A

DEC 22 1989 - 12 35 PM 202) 393-2156

December 20, 1989

INTERSTATE COMMUNICOR COMMISSION

9-356A059

Ms. Noreta R. McGee Secretary Interstate Commerce Commission Washington, D.C. 20423

Dear Ms. McGee:

Enclosed for recordation pursuant to the provisions of $49^{\frac{1}{2}}$ U.S.C. Section 11303(a) are three originals and two photocopies of a Memorandum of a Lease Agreement dated as of November 1, 1989, a primary document as defined in the Commission's Rules for the Recordation of Documents, 49 C.F.R. Section 1177.

The names and addresses of the parties to the enclosed document are:

Lessor:

Greenbrier Leasing Corporation

One Centerpointe Drive, Suite 200

Lake Oswego, OR 97035

Lessee:

Hampton Lumber Sales Company

9400 S.W. Barnes Road Portland, OR 97225-6698

A description of the railroad equipment covered by the enclosed document is;

> Ten (10) 73' center partition flatcars with 100-ton capacity trucks manufactured Gunderson, Inc. of Portland, Oregon and bearing WCRC marks and numbers 9002, 9012, 9027, 9038, 9040, 9042, 9071, 9074, 9081 and 9087.

Also enclosed is a check in the amount of \$15 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Ms. Noreta R. McGee December 20, 1989 Page 2

Kindly return stamped copies of the enclosed document not needed for your files to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Suite 200, Washington, D.C. 20006.

A short summary of the enclosed primary document to appear in the Commission's Index is:

Memorandum of a Lease Agreement dated as of November 1, 1989 between Greenbrier Leasing Corporation, Lessor, and Hampton Lumber Sales Company, Lessee, covering 10 center partition flatcars marked WCRC 9002, 9012, 9027, 9038, 9040, 9042, 9071, 9074, 9081 and 9087.

Very truly yours,

Charles T. Kappler

CTK/skh Enclosures DEC 22 1989 -12 35 PM

INTERSTATE COMMERCE COMMISSION

MEMORANDUM OF LEASE

BETWEEN

GREENBRIER LEASING CORPORATION ("LESSOR")

AND

HAMPTON LUMBER SALES COMPANY ("LESSEE")

NOVEMBER 1, 1989

Memorandum of a Lease Agreement made and entered into as of November 1, 1989 by and between Greenbrier Leasing Corporation, a Delaware corporation, ("Lessor") and Hampton Lumber Sales Company, an Oregon corporation ("Lessee").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor ten (10) 73' center partition flatcars with 100-ton capacity trucks manufactured by Gunderson, Inc. of Portland, Oregon and bearing marks and numbers as follows:

WCRC	9002	WCRC	9042
WCRC	9012	WCRC	9071
WCRC	9027	WCRC	9074
WCRC	9038	WCRC	9081
WCRC	9040	WCRC	9087

2. The Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the Lease Term, as defined in the Lease Agreement.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers as of the date and year first above written.

GREENBRIER LEASING CORPORATION

HAMPTON LUMBER SALES COMPANY

L110691.1

STATE	OF	OREGON	
COUNTY	OF	CLACKAMAS	:

On this 27th day of November, 1989, before me personally appeared Norriss M. Webb, to me personally known, who being by me duly sworn, says that he is the Vice President of GREENBRIER LEASING CORPORATION that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

MOTARY PUBLIC

My commission expires: 5/28/9

STATE OF OREGON

COUNTY OF Washington

On this 30th day of November 1989, before me personally appeared 50rdon 7. King , to me personally known, who being by me duly sworn, says that he is 4 resident of HAMPTON LUMBER SALES COMPANY, that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

Solunda Clusten-White NOTARY PUBLIC

My commission expires: 2/26/93